

POOR LEGIBILITY

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Secretary of State

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ARTICLES OF INCORPORATION

FILED

In the office of the Secretary of State
of the State of California

SEP 20 1946

EDWARD M. JORDAN, Secretary of State

Edward M. Jordan

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of California, and we do hereby certify:

FIRST: That the name of the said corporation is and shall be

PEWACO, INC.

SECOND: That the county in the State of California where the principal office for transaction of the business of this corporation is to be located is Los Angeles County.

THIRD: That the objects and purposes for which this corporation is formed are:

(a) To engage in the general business of maintaining, selling, and distributing of goods, wares and merchandise.

(b) To manufacture, buy, sell, export and import, and deal in all kinds of oil, chemicals, oil well supplies, plastics, vehicles, materials, fixtures, furniture, furnishings, and equipment.

(c) To engage in manufacturing of all kinds, and to manufacture articles of any and every kind; to procure, deal in and handle any and all kinds of machinery and mechanical devices of every kind and character; to manufacture, buy, sell, and deal in and deal with chemicals of all kinds, and all articles and things used in the manufacture, maintenance and working thereof, and also all apparatus and implements and things for use, either alone or in connection with the products of which they are ingredients, or in the manufacture of which they are a factor.

(d) To manufacture, buy or sell all kinds of merchandise, materials and machinery, and to carry on a general merchandising business of buying and selling.

(e) To act as manufacturers' and others' agents in the buying and selling of all kinds of goods and materials in foreign countries, as well as to sell all kinds of goods in the United States.

Restriction of Right
to amend articles

No

Yes

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ATTORNEYS AT LAW
SUITE 1108 W. 7th St. Bldg.
804 So. W. Hill St.
Los Angeles 14
January 1947

1 (f) To own, operate, maintain, manage, equip,
2 improve, repair, alter and otherwise deal with, use and
3 enjoy, to invest, design, develop, assemble, build, con-
4 struct, fabricate, manufacture, buy, import, lease as
5 lessee and otherwise acquire, to mortgage, deed in
trust, pledge and otherwise incur, and to sell, ex-
port, lease as lessor and otherwise dispose of goods,
wares and merchandise and personal property of every
sort, nature and description.

6 (g) To purchase or otherwise acquire, own,
7 hold, lease, sell, exchange, assign, transfer, mortgage
8 or otherwise dispose of, and to invest, trade and deal
in and with real property and any and all interests there-
in.

9 (h) To enter into any kind of contract or
10 agreement, co-operative or profit-sharing plan with its
11 officers or employees that the corporation may deem
12 advantageous or expedient or otherwise, to reward or pay
such persons for their services as the directors may
deem satisfactory.

13 (i) To build houses or other buildings of every
14 kind and character, either for sale or lease, or on con-
15 tract or otherwise; to lay out, subdivide, re-subdivide
16 and plat tracts of land and sell same, either by such sub-
17 division or re-subdivision; and to improve lands laid out,
subdivide or re-subdivide, grade, oil and improve streets,
alleys, parks and other places, and sidewalk, curb and
otherwise improve the same, and construct and maintain
and operate sewers and any and all other conveniences
and matters in connection therewith.

18 (j) To purchase, lease or otherwise acquire,
19 in whole or in part, the business, good will, rights,
20 franchises and property of every kind, and to undertake
21 the whole or any part of the assets or liabilities of
22 any person, firm, association or corporation engaged in
23 or authorized to conduct any business similar to any
24 business authorized to be conducted by this corporation,
or owning property necessary or suitable for its purposes,
and to pay for the same in cash, in the stock or bonds of
this company, or otherwise, to hold or in any manner dis-
pose of the whole or any part of the business or property
so acquired, and to exercise all the powers necessary or
incidental to the conduct of such business.

25 (k) To lend money and to negotiate and make
26 loans, either on its own account or as agent or broker
for others.

27 (l) To borrow money, to issue bonds, debentures,
28 notes and other obligations of this corporation from time
29 to time, for any of the objects or purposes of this cor-
30 poration, and to mortgage, pledge, hypothecate and/or
31 convey in trust, any or all of its property to secure the
32 payment thereof.

(m) To discount and negotiate promissory notes,
drafts, bills of exchange and other evidence of debt,
and to collect other money due them on notes, checks,
drafts, bills of exchange, commercial paper and other
evidences of indebtedness.

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(n) To enter into, make, perform and carry out contracts of every kind and for any lawful purpose, without limit as to amount, with any person, firm, association, corporation, municipality, state, or government, or any subdivision, district or department thereof.

(o) To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage, or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements, and processes, copyrights, trade marks and trade names relating to or useful in connection with any business of this corporation.

(p) To engage generally in the business of financing any lawful enterprise in any lawful way.

(q) To have one or more offices, to carry on all or any of its operations and business and without restriction or limit as to the amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of real and personal property of every class and description in any of the states, districts, territories, or colonies of the United States and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

(r) To do any and all such other acts, things, business or businesses, in any manner connected with or necessary, incidental, convenient or auxiliary to any of the objects heretofore enumerated, or calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties; and in carrying on its purposes, or for the purpose of attaining or furthering any of its business, to do any and all acts and things, and to exercise any and all other powers, which a co-partner or natural person could do or exercise, and which now or hereafter may be authorized by law and in any part of the world.

(s) The several clauses contained in this statement of purposes shall be construed as both purposes and powers, and the statements contained in each clause shall be in no wise limited or restricted by reference to or inference from the terms of any other clause, but shall be regarded as independent purposes and powers; and no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

FOURTH: The amount of capital stock in said corporation is to be FIVE HUNDRED THOUSAND DOLLARS (\$500,000.00), and the number of shares into which it is to be divided is FIVE THOUSAND (5,000), of which the par value is to be ONE HUNDRED DOLLARS (\$100.00) per share. The aggregate par value of all shares is FIVE HUNDRED THOUSAND DOLLARS (\$500,000.00).

FIFTH: The number of directors of said corporation shall

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1 be three (3), who need not be shareholders. The names and
2 addresses of the persons who are appointed to act as the first
3 directors, and to hold office until the selection and qualifica-
4 tion of their successors, are as follows:

5	ARTHUR A. LIEBERMAN	Los Angeles, California
6	MARIE B. LIEBERMAN	Los Angeles, California
7	GERTRUDE V. McCULLON	Los Angeles, California

8 SIXTH: The number of persons named above shall constitute
9 the number of directors of the corporation until changed by
10 amendment to the By-Laws, increasing or decreasing the number of
11 directors as may be desired, in the manner provided by law.

12 IN WITNESS WHEREOF, the persons named herein as directors
13 have hereunto set their hands this 24 day of September, 1946.
14

15 Arthur A. Lieberman
16 ARTHUR A. LIEBERMAN

17 Marie B. Lieberman
18 MARIE B. LIEBERMAN

19 Gertrude V. McCullon
20 GERTRUDE V. McCULLON
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LOS ANGELES 14
CALIFORNIA 1941

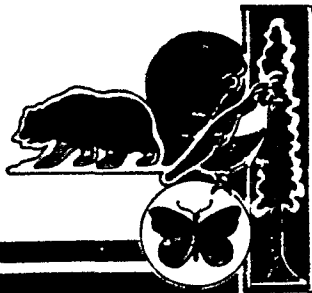
1 STATE OF CALIFORNIA }
2 County of Los Angeles } ss.
3

4 On this 24 day of September, 1946, before me,
5 J. A. Stiles, a notary public in and for the
6 County of Los Angeles, State of California, residing therein,
7 duly commissioned and sworn, personally appeared ARTHUR A.
8 LIEBERMAN, MARIE B. LIEBERMAN and GERTUDE B. MC CULLON, known
9 to me to be the persons whose names are subscribed to the fore-
10 going instrument, and they acknowledged to me that they executed
11 the same.

12 WITNESS my hand and official seal the day and year in this
13 certificate first above written.
14

15 J. A. Stiles
16 Notary Public in and for the County
17 of Los Angeles, State of California
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My Commission Expires Apr. 14, 1950



State of California

OFFICE OF THE SECRETARY OF STATE

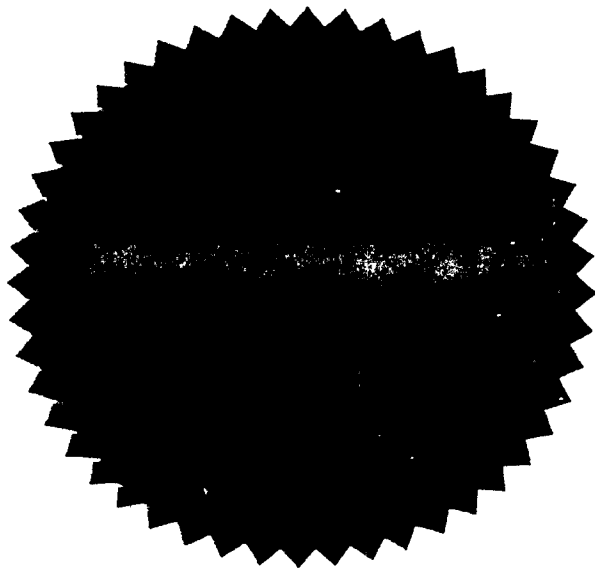
PEMACO, INC.

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

OCT 29 1992



March Fong Eu

Secretary of State

